

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)
Feb 2, 2017
 2. SEC Identification Number
168063
 3. BIR Tax Identification No.
000-065-142
 4. Exact name of issuer as specified in its charter
PRYCE CORPORATION
 5. Province, country or other jurisdiction of incorporation
Philippines
 6. Industry Classification Code(SEC Use Only)
 7. Address of principal office
17th Floor PRYCE CENTER 1179 Chino Roces Avenue corner Bagtikan Street, Makati
City
Postal Code
1203
 8. Issuer's telephone number, including area code
(+632) 899-4401
 9. Former name or former address, if changed since last report
-
 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding |
|---------------------|---|
| Common | 2,000,000,000 |
11. Indicate the item numbers reported herein
9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party

to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



**Pryce Corporation
PPC**

**PSE Disclosure Form 4-3 - Amendments to Articles of Incorporation
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules**

| | |
|---|--|
| Subject of the Disclosure | |
| Revocation of the previous approval of the amendment to the seventh article of the Articles of Incorporation and issuance and approval of new resolution amending the same seventh article of the Articles of Incorporation to increase the authorized capital instead by Php 98,000,000.00. | |
| Background/Description of the Disclosure | |
| <p>Please be informed that at the meeting of the Board of Directors of Pryce Corporation held today, December 21, 2016, the Board revoked its resolution dated November 25, 2016 increasing the authorized capital stock of the Corporation by Php 240,000,000.00. The Board thereafter issued and approved a resolution amending the Seventh Article of the Articles of Incorporation to increase the authorized capital stock of the Corporation instead by Php 98,000,000.00, or from Two Billion Pesos (Php 2,000,000,000.00) divided into two billion (2,000,000,000) shares with par value of one peso (Php 1.00) per share to Two Billion Ninety-Eight Million Pesos (Php 2,098,000,000.00) divided into two billion ninety-eight million (2,098,000,000) shares with par value of Php 1.00 per share. The Board accordingly approved the amendment to the Seventh Article of the Articles of Incorporation to read as follows:</p> <p>“SEVENTH: That the amount of capital stock of the Corporation is TWO BILLION NINETY-EIGHT MILLION PESOS (P2,098,000,000.00) Philippine currency, divided into TWO BILLION NINETY-EIGHT MILLION (2,098,000,000) shares of Common Stock with the par value of ONE PESO (P1.00) per share.”</p> <p>“Holders of shares shall not enjoy any pre-emptive right with respect to the issue of new shares whether from unsubscribed capital stock or from the increase of the authorized capital stock or with respect to the disposition of treasury shares.”</p> | |

| | |
|---|--------------|
| Date of Approval by Board of Directors | Dec 21, 2016 |
| Date of Approval by | |

| | |
|---|-------------|
| Stockholders | Feb 2, 2017 |
| Other Relevant Regulatory Agency, if applicable | - |
| Date of Approval by Relevant Regulatory Agency, if applicable | TBA |
| Date of Approval by Securities and Exchange Commission | TBA |
| Date of Receipt of SEC approval | TBA |

Amendment(s)

| Article No. | From | To |
|-------------|--|--|
| 7 | Two Billion Pesos (Php 2,000,000,000) divided into two billion (2,000,000,000) shares, with a par value of One Peso (Php 1.00) per share | Two Billion Ninety-Eight Million Pesos (Php 2,098,000,000) divided into two billion ninety-eight million (2,098,000,000) shares, with par value of One Peso (Php 1.00) per share |

Rationale for the amendment(s)

To allow for the subscription by Josefina Multi-Ventures Corporation to 24,500,000 shares at the subscription price of Php 5.00 per share under the placing and subscription transaction disclosed to the Exchange last December 7, 2016, and, otherwise, to allow the company to expeditiously raise funds via stock subscriptions.

The timetable for the effectivity of the amendment(s)

| | |
|--|-----|
| Expected date of filing the amendments to the Articles of Incorporation with the SEC | TBA |
| Expected date of SEC approval of the Amended Articles of Incorporation | TBA |

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any

Infusion of fresh capital into the company.

Other Relevant Information

The previous disclosure was revised to reflect the date of the approval by the stockholders of the amendment.

Filed on behalf by:

| | |
|-------------|--------------------------------------|
| Name | Erica Encabo |
| Designation | Corporate Information and Compliance |

